

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re	§	Chapter 11
	§	
HOUSTON REGIONAL SPORTS NETWORK, L.P.	§	Case No. 13-35998
	§	
Debtor.	§	

**EMERGENCY MOTION OF PLAN PROPONENTS TO SEAL
BRIEFS AND REPLY BRIEFS RELATED TO ESTIMATION OF CLAIMS**

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

AN EMERGENCY HEARING ON THIS MATTER HAS BEEN REQUESTED. IF THE COURT CONSIDERS THE MOTION ON AN EMERGENCY BASIS, THEN YOU WILL HAVE LESS THAN 21 DAYS TO ANSWER. IF YOU OBJECT TO THE REQUESTED RELIEF OR IF YOU BELIEVE THE EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU SHOULD FILE AN IMMEDIATE RESPONSE.

TO THE HONORABLE MARVIN ISGUR, UNITED STATES BANKRUPTCY JUDGE:

Houston Regional Sports Network, L.P. (“HRSN” or the “Debtor”), as debtor and debtor in possession, Houston Astros, LLC, and Rocket Ball, Ltd. (collectively, the “Plan Proponents”) file this Emergency Motion of Plan Proponents to Seal Briefs and Reply Briefs Related to

Estimation of Claims (the “Motion”). In support of the Motion, the Plan Proponents respectfully represent:

Basis for Emergency Relief

1. The Plan Proponents file this Motion on an emergency basis to request authority from the Court to file, under seal, copies of certain estimation and reply briefs that have been or will be filed contemporaneously with this Motion, as required under the Disclosure Statement Order (defined below). Consideration of the Motion on an emergency basis will allow the Plan Proponents to ensure, as soon as possible, that the confidential and/or highly confidential materials contained in the estimation and reply briefs are protected pursuant to the Protective Order (defined below).

Jurisdiction and Venue

2. This Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue of this case and this Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

3. On September 27, 2013 (the “Petition Date”), certain petitioning creditors filed a petition for involuntary bankruptcy relief pursuant to section 303 of the Bankruptcy Code.

4. On February 4, 2014 (the “Commencement Date”), the Court entered an Order for Relief and Case Management Order.

5. The Debtor continues to manage and operate its business as a debtor-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No official committee of unsecured creditors has been appointed in this Chapter 11 case. Further, no trustee or examiner has been appointed in this bankruptcy case.

6. The Debtor develops, owns and operates a regional television sports network in and around the greater Houston, Texas metropolitan area. The network's content includes sports events involving Houston-based athletic organizations, including the Houston Astros and the Houston Rockets.

7. The Debtor has three (3) limited partners: Houston SportsNet Holdings, LLC, which is an affiliate of Comcast, Inc. ("Comcast Owner"); Rockets Partner, L.P. (the "Rockets"); and Astros HRSN LP Holdings LLC (the "Astros"). The Debtor's general partner is Houston Regional Sports Network, LLC (the "General Partner").

8. On September 4, 2014, the Plan Proponents filed the *Amended Chapter 11 Plan of Reorganization dated September 4, 2014 In Respect of Houston Regional Sports Network, L.P.* (the "Plan") (Doc. No. 528). Also on September 4, 2014, the Court entered the *Order (a) Approving the Disclosure Statement, (b) Scheduling a Hearing to Consider Confirmation of the Plan, (c) Establishing Voting, Objection and Other Confirmation Related Deadlines, and (d) Approving Forms of Ballots and Solicitation Procedures* (the "Disclosure Statement Order") (Doc. No. 526).

9. Pursuant to the Disclosure Statement Order, the Plan Proponents and the Comcast Entities¹ were required to file briefs setting forth the amounts of the Unsecured Claims of the Astros Entities, the Rockets Entities, and the Comcast Entities no later than September 25, 2014 at 11:59 p.m. (Central). The Plan Proponents and the Comcast Entities are also required to file reply briefs not later than September 29, 2014 at 11:59 p.m. (Central). Pursuant to the Disclosure Statement Order, the Court will consider arguments and evidence at the Confirmation Hearing to estimate the Unsecured Claims of the Astros Entities, the Rockets Entities, and the Comcast Entities for voting purposes.

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan.

10. Pursuant to the *Case Management Order* dated September 25, 2014 (Doc. No. 620), the Court has ruled that the Confirmation Hearing shall begin, in earnest, on October 6, 2014 at 9:00 a.m. (Central).

Relief Requested

11. Pursuant to the Disclosure Statement Order, on September 25, 2014, the Plan Proponents filed with the Court redacted versions of: (1) the Proponents' Consolidated Brief on Estimation for Voting Purposes of Unsecured Claims of the Comcast Entities (Doc. No. 626); and (2) the Proponents' Consolidated Brief on Estimation for Voting Purposes of Unsecured Claims of the Astros Entities and Rockets Entities (Doc. No. 625) (collectively, the "Estimation Briefs"). The Plan Proponents also plan to file a Reply to Comcast Claimants' Statement Pursuant to Section 502(c) of the Bankruptcy Code Setting Forth the Amount of Unsecured Claims Held By the Astros and the Rockets For Voting Purposes (the "Teams' Claims Reply Brief") and the Debtor and the Rockets plan to file their Reply to Comcast's Statement Pursuant to Section 502(c) of the Bankruptcy Code Setting Forth the Amount of Claims for Voting Purposes (the "Comcast Claims Reply Brief") (collectively, the "Reply Briefs"). The Estimation Briefs, and the Reply Briefs may contain certain information that has been designated as Confidential or Highly Confidential under the terms of the *Stipulation and Agreed Order Governing the Production and/or Disclosure of Confidential Plan Documents and Discovery Materials and Authorizing the Filing of Certain Documents Under Seal* (the "Protective Order") (Doc. No. 492).

12. By this Motion, pursuant to Section 107(b)(1) of the Bankruptcy Code and Rule 9018 of the Federal Rules of Bankruptcy Procedure, the Plan Proponents request that the Court (i) authorize, *nunc pro tunc*, the filing of the Estimation Briefs under seal and (ii) authorize the filing of the Reply Briefs under seal.

13. Paragraph 19 of the Protective Order provides that information designated as “Confidential” or “Highly Confidential” under the terms of the Protective Order be submitted to the Court under seal. The Plan Proponents have filed proposed redacted versions of the Estimation Briefs on the docket of this case. The Plan Proponents have submitted unredacted versions of the Estimation Briefs to the Court and the Comcast Entities, and will submit an unredacted version of the Reply Briefs to the Court and the Comcast Entities as well. If the Court grants the Motion, the Plan Proponents will promptly file proposed, redacted versions of the Reply Briefs on the docket. To protect the confidentiality of the information designated as Confidential and Highly Confidential, the Plan Proponents request that the unredacted versions of the Estimation Briefs and the Reply Briefs submitted to the Court be kept under seal pursuant to the Protective Order.

WHEREFORE the Plan Proponents respectfully request the entry of an order granting the relief requested herein and such other and further relief as is just and proper.

Dated: September 29, 2014
Houston, Texas

HAYNES AND BOONE, LLP

By: /s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.
Texas Bar No. 02016600
Henry Flores
Texas Bar No. 00784062
Christopher L. Castillo
Texas Bar No. 24065022
1221 McKinney Street, Suite 2100
Houston, Texas 77010
Telephone: (713) 547-2000
Facsimile: (713) 547-2600
Email: charles.beckham@haynesboone.com
Email: henry.flores@haynesboone.com
Email: christopher.castillo@haynesboone.com

Counsel to Debtor and Debtor in Possession

MITHOFF LAW FIRM
Richard Warren Mithoff
Sherie Potts Beckman
One Allen Center, Penthouse
500 Dallas Street
Houston, Texas 77002-4800
Telephone: (713) 654-1122
Facsimile: (713) 739-8085

WHITE & CASE LLP
Alan Shore Gover
Ian J. Silverbrand (admitted *pro hac vice*)
1155 Avenue of the Americas
New York, New York 10036-2787
Telephone: (212) 819-8200
Facsimile: (212) 354-8113

Roberto J. Kampfner (admitted *pro hac vice*)
633 West Fifth Street, Suite 1900
Los Angeles, California 90071-2007
Telephone: (213) 620-7700
Facsimile: (213) 452-2329

Counsel for Rocket Ball, Ltd.

VINSON & ELKINS LLP
Harry A. Perrin
Duston K. McFaul
1001 Fannin Suite 2500
Houston, Texas 77002
Telephone: (713) 758-2548
Facsimile: (713) 615-5016

KIRKLAND & ELLIS LLP
Paul M. Basta, P.C. (admitted *pro hac vice*)
David S. Meyer (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

Jeffrey S. Powell (admitted *pro hac vice*)
Judson D. Brown (admitted *pro hac vice*)
655 Fifteenth Street, N.W.
Washington, D.C. 20005
Telephone: (202) 879-5000
Facsimile: (202) 879-5200

Counsel for Houston Astros, LLC

Certification of Accuracy Pursuant to Local Rule 9013-1(i)

Pursuant to Local Rule 9013-1(I), undersigned counsel hereby certifies the accuracy of the facts set forth in the foregoing Motion.

/s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.